

4/23/2018 4:26:43 PM - XXX9409 - 95 - GS2 - CHESTER KITCHINGS FAMILY FOUNDATION

Form **990-PF****Return of Private Foundation**
or Section 4947(a)(1) Trust Treated as Private Foundation

OMB No 1545-0052

2017

Open to Public Inspection

Department of the Treasury
Internal Revenue Service

- Do not enter social security numbers on this form as it may be made public.
- Go to www.irs.gov/Form990PF for instructions and the latest information.

For calendar year 2017 or tax year beginning

, and ending

Name of foundation

CHESTER KITCHINGS FAMILY FOUNDATION

A Employer identification number

06-6044228

Number and street (or P O box number if mail is not delivered to street address)

Room/suite

P O BOX 309

B Telephone number (see instructions)

City or town, state or province, country, and ZIP or foreign postal code

ESSEX

CT

06426

(404) 419-3245

Foreign country name

Foreign province/state/country

Foreign postal code

- G Check all that apply
- ☐ Initial return ☐ Initial return of a former public charity
- ☐ Final return ☐ Amended return
- ☐ Address change ☒ Name change

C If exemption application is pending, check here ☐D 1. Foreign organizations, check here ☐2. Foreign organizations meeting the 85% test, check here and attach computation ☐

- H Check type of organization ☒ Section 501(c)(3) exempt private foundation
- ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

E If private foundation status was terminated under section 507(b)(1)(A), check here ☐

I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ 60,767,172

J Accounting method ☒ Cash ☐ Accrual

☐ Other (specify) _____

(Part I, column (d) must be on cash basis)

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐**Part I Analysis of Revenue and Expenses** (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))

	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received (attach schedule)				
2 Check ☒ if the foundation is not required to attach Sch B				
3 Interest on savings and temporary cash investments				
4 Dividends and interest from securities	1,471,217	1,466,130		
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	252,119			
b Gross sales price for all assets on line 6a 4,203,870				
7 Capital gain net income (from Part IV, line 2)		252,119		
8 Net short-term capital gain				
9 Income modifications				
10a Gross sales less returns and allowances				
b Less Cost of goods sold				
c Gross profit or (loss) (attach schedule)				
11 Other income (attach schedule)	45,485	45,485		
12 Total. Add lines 1 through 11	1,768,821	1,763,734	0	
13 Compensation of officers, directors, trustees, etc.				
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees (attach schedule)				20,283
b Accounting fees (attach schedule)				
c Other professional fees (attach schedule)	375,303	187,651		187,652
17 Interest				
18 Taxes (attach schedule) (see instructions)	16,625	10,957		
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses (attach schedule)	2,864			2,864
24 Total operating and administrative expenses. Add lines 13 through 23	415,075	198,608	0	210,799
25 Contributions, gifts, grants paid	2,834,000			2,834,000
26 Total expenses and disbursements. Add lines 24 and 25	3,249,075	198,608	0	3,044,799
27 Subtract line 26 from line 12				
a Excess of revenue over expenses and disbursements	-1,480,254			
b Net investment income (if negative, enter -0-)		1,565,126		
c Adjusted net income (if negative, enter -0-)			0	

For Paperwork Reduction Act Notice, see instructions.

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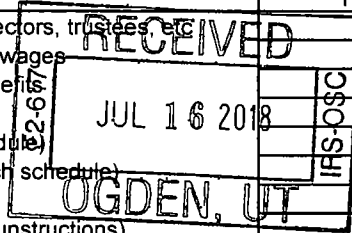
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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	End of year	
				(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing			-156,744	-248,296	-781,534
	2 Savings and temporary cash investments			2,724,347	1,262,307	1,262,307
	3 Accounts receivable ▶					
	Less allowance for doubtful accounts ▶					
	4 Pledges receivable ▶					
	Less allowance for doubtful accounts ▶					
	5 Grants receivable					
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)					
	7 Other notes and loans receivable (attach schedule) ▶					
	Less allowance for doubtful accounts ▶					
	8 Inventories for sale or use					
	9 Prepaid expenses and deferred charges					
	10a Investments—U S and state government obligations (attach schedule)					
	b Investments—corporate stock (attach schedule)			17,951,232		
	c Investments—corporate bonds (attach schedule)			1,025,150		
	11 Investments—land, buildings, and equipment basis ▶					
	Less accumulated depreciation (attach schedule) ▶					
	12 Investments—mortgage loans					
	13 Investments—other (attach schedule)			11,720,617	30,778,467	60,286,399
	14 Land, buildings, and equipment basis ▶					
	Less accumulated depreciation (attach schedule) ▶					
	15 Other assets (describe ▶)					
	16 Total assets (to be completed by all filers—see the instructions. Also, see page 1, item I)			33,264,602	31,792,478	60,767,172
Liabilities	17 Accounts payable and accrued expenses					
	18 Grants payable					
	19 Deferred revenue					
	20 Loans from officers, directors, trustees, and other disqualified persons					
	21 Mortgages and other notes payable (attach schedule)					
	22 Other liabilities (describe ▶)					
	23 Total liabilities (add lines 17 through 22)			0	0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here and complete lines 24 through 26, and lines 30 and 31. ▶ ☐					
	24 Unrestricted					
	25 Temporarily restricted					
	26 Permanently restricted					
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ ☒					
	27 Capital stock, trust principal, or current funds			33,264,602	31,792,478	
	28 Paid-in or capital surplus, or land, bldg, and equipment fund					
	29 Retained earnings, accumulated income, endowment, or other funds					
	30 Total net assets or fund balances (see instructions)			33,264,602	31,792,478	
	31 Total liabilities and net assets/fund balances (see instructions)			33,264,602	31,792,478	

Part III Analysis of Changes in Net Assets or Fund Balances

1 Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	33,264,602
2 Enter amount from Part I, line 27a	2	-1,480,254
3 Other increases not included in line 2 (itemize) ▶ See Attached Statement	3	19,779
4 Add lines 1, 2, and 3	4	31,804,127
5 Decreases not included in line 2 (itemize) ▶ See Attached Statement	5	11,649
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	31,792,478

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Page **3****Part IV Capital Gains and Losses for Tax on Investment Income**

a) List and describe the kind(s) of property sold (for example, real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	See Attached Statement			
b				
c				
d				
e				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) ((e) plus (f) minus (g))
a			
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			
b			
c			
d			
e			

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	252,119
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c). See instructions. If (loss), enter -0- in Part I, line 8 }	3	0

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income.)

If section 4940(d)(2) applies, leave this part blank.

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

If "Yes," the foundation doesn't qualify under section 4940(e). Do not complete this part.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2016	3,204,791	51,958,182	0.061680
2015	3,101,862	54,633,992	0.056775
2014	2,917,461	56,708,043	0.051447
2013	2,657,128	53,094,919	0.050045
2012	2,628,101	49,687,430	0.052893

2	Total of line 1, column (d)	2	0.272840
3	Average distribution ratio for the 5-year base period—divide the total on line 2 by 5.0, or by the number of years the foundation has been in existence if less than 5 years	3	0.054568
4	Enter the net value of noncharitable-use assets for 2017 from Part X, line 5	4	56,241,306
5	Multiply line 4 by line 3	5	3,068,976
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	15,651
7	Add lines 5 and 6	7	3,084,627
8	Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.	8	3,044,799

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Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see instructions)

1a	Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b		
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations, enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only, others, enter -0-)	1	31,303
3	Add lines 1 and 2	2	0
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only, others, enter -0-)	3	31,303
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	4	
6	Credits/Payments	5	31,303
a	2017 estimated tax payments and 2016 overpayment credited to 2017	6a	23,309
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d	7	23,309
8	Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	7,994
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	0
11	Enter the amount of line 10 to be: Credited to 2018 estimated tax ☐ Refunded ☐	11	0

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes? See the instructions for the definition. If the answer is "Yes" to 1a or 1b , attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation \$ _____ (2) On foundation managers \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?	N/A	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by <i>General Instruction T</i>		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered. See instructions. CT		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by <i>General Instruction G</i> ? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2017 or the tax year beginning in 2017? See the instructions for Part XIV. If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

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Part VII-A Statements Regarding Activities (continued)

	Yes	No
11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule. See instructions.		X
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement. See instructions.		X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address: <u>N/A</u>	X	
14 The books are in care of: <u>SUNTRUST BANK</u> Telephone no: <u>(404) 419-3245</u> Located at: <u>PO BOX 1908, ORLANDO FL</u> ZIP+4: <u>32802-1908</u>		
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—check here and enter the amount of tax-exempt interest received or accrued during the year: <u>15 N/A</u>		
16 At any time during calendar year 2017, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country: <u></u>		X

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required**File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.**

	Yes	No
1a During the year, did the foundation (either directly or indirectly): (1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No (6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) ☐ Yes ☒ No		
b If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance? See instructions. Organizations relying on a current notice regarding disaster assistance, check here: ☐	1b	X
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2017?	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a At the end of tax year 2017, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2017? ☐ Yes ☒ No If "Yes," list the years: <u>20</u> , <u>20</u> , <u>20</u> , <u>20</u>		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions.)	2b	N/A
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here: <u>20</u> , <u>20</u> , <u>20</u> , <u>20</u>		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No		
b If "Yes," did it have excess business holdings in 2017 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2017.)	3b	N/A
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2017?	4b	X

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Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)

5a	During the year, did the foundation pay or incur any amount to			
(1)	Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	☐ Yes ☒ No		
(2)	Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	☐ Yes ☒ No		
(3)	Provide a grant to an individual for travel, study, or other similar purposes?	☐ Yes ☒ No		
(4)	Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? See instructions	☐ Yes ☒ No		
(5)	Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	☐ Yes ☒ No		
b	If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance? See instructions		5b	N/A
	Organizations relying on a current notice regarding disaster assistance, check here	☐		
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A	☐ Yes ☐ No		
	If "Yes," attach the statement required by Regulations section 53.4945–5(d)			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	☐ Yes ☒ No		
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? If "Yes" to 6b, file Form 8870		6b	X
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	☐ Yes ☒ No		
b	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?		7b	N/A

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1 List all officers, directors, trustees, and foundation managers and their compensation. See instructions.**

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
CHESTER W. KITCHINGS, JR. P O BOX 309 ESSEX, CT 06426	TRUSTEE AS REQ'D	0		

2 Compensation of five highest-paid employees (other than those included on line 1—see instructions). If none, enter "NONE."

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				

Total number of other employees paid over \$50,000

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Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3 Five highest-paid independent contractors for professional services. See instructions. If none, enter "NONE."**

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
SUNTRUST BANK 3030 PEACHTREE ST 15TH FLOOR, ATLANTA, GA 30308	CHARITABLE/INVESTMENT MANA	375,304
Total number of others receiving over \$50,000 for professional services		▶

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.

	Expenses
1 NONE	
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2

	Amount
1 NONE	
2	
All other program-related investments See instructions	
3 NONE	
Total. Add lines 1 through 3	▶ 0

Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	55,452,724
b	Average of monthly cash balances	1b	1,645,049
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	57,097,773
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	57,097,773
4	Cash deemed held for charitable activities. Enter 1½ % of line 3 (for greater amount, see instructions)	4	856,467
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	56,241,306
6	Minimum investment return. Enter 5% of line 5	6	2,812,065

Part XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations, check here ☐ and do not complete this part.)

1	Minimum investment return from Part X, line 6	1	2,812,065
2a	Tax on investment income for 2017 from Part VI, line 5	2a	31,303
b	Income tax for 2017 (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	31,303
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	2,780,762
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	2,780,762
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	2,780,762

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
a	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26	1a	3,044,799
b	Program-related investments—total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	3,044,799
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b. See instructions	5	
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	3,044,799

Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

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Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2016	(c) 2016	(d) 2017
1 Distributable amount for 2017 from Part XI, line 7				2,780,762
2 Undistributed income, if any, as of the end of 2017				
a Enter amount for 2016 only			0	
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2017				
a From 2012	189,437			
b From 2013	48,605			
c From 2014	183,515			
d From 2015	415,338			
e From 2016	637,164			
f Total of lines 3a through e	1,474,059			
4 Qualifying distributions for 2017 from Part XII, line 4 ▶ \$ 3,044,799				
a Applied to 2016, but not more than line 2a				
b Applied to undistributed income of prior years (Election required—see instructions)				
c Treated as distributions out of corpus (Election required—see instructions)				
d Applied to 2017 distributable amount				2,780,762
e Remaining amount distributed out of corpus	264,037			
5 Excess distributions carryover applied to 2017 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	1,738,096			
b Prior years' undistributed income Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount—see instructions				
e Undistributed income for 2016 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2017 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2018				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required—see instructions)				
8 Excess distributions carryover from 2012 not applied on line 5 or line 7 (see instructions)	189,437			
9 Excess distributions carryover to 2018. Subtract lines 7 and 8 from line 6a	1,548,659			
10 Analysis of line 9				
a Excess from 2013	48,605			
b Excess from 2014	183,515			
c Excess from 2015	415,338			
d Excess from 2016	637,164			
e Excess from 2017	264,037			

Part XV **Supplementary Information** *(continued)***3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a <i>Paid during the year</i> See Attached Statement				
Total				3a 2,834,000
b <i>Approved for future payment</i> NONE				
Total				3b 0

CHESTER KITCHINGS FAMILY FOUNDATION

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Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

JUDY DWORIN PERFORMANCE PROJECT INC

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PC		
Purpose of grant/contribution 2017 CONTRIBUTION			Amount 10,000

Name

PLANNED PARENTHOOD OF SOUTHERN NEW ENGLAND INC

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PC		
Purpose of grant/contribution 2017 CONTRIBUTION			Amount 75,000

Name

QUEBEC LABRADOR FOUNDATION INC

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PC		
Purpose of grant/contribution 2017 CONTRIBUTION			Amount 50,000

Name

CONNECTICUT RIVER MUSEUM

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PC		
Purpose of grant/contribution 2017 CONTRIBUTION			Amount 165,000

Name

ESSEX ELEMENTARY SCHOOL FOUNDATION INC

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PC		
Purpose of grant/contribution 2017 CONTRIBUTION			Amount 30,000

Name

FIRST CONGREGATIONAL CHURCH

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PC		
Purpose of grant/contribution 2017 CONTRIBUTION			Amount 12,000

CHESTER KITCHINGS FAMILY FOUNDATION

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Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

COMMUNITY FOUNDATION OF SOUTHEAST CONNECTICUT

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PC		
Purpose of grant/contribution 2017 CONTRIBUTION			Amount 770,000

Name

COMMUNITY FOUNDATION OF MIDDLESEX COUNTY INC

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PC		
Purpose of grant/contribution 2017 CONTRIBUTION			Amount 250,000

Name

WORLD OCEAN SCHOOL

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PC		
Purpose of grant/contribution 2017 CONTRIBUTION			Amount 30,000

Name

MYSTIC SEAPORT

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PC		
Purpose of grant/contribution 2017 CONTRIBUTION			Amount 395,000

Name

SEA RESEARCH FOUNDATION INC

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PC		
Purpose of grant/contribution 2017 CONTRIBUTION			Amount 20,000

Name

CONNECTICUT LEAGUE OF CONSERVATION VOTERS EDUCATION FUND

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PC		
Purpose of grant/contribution 2017 CONTRIBUTION			Amount 10,000

CHESTER KITCHINGS FAMILY FOUNDATION

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Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

BETH ISRAEL DEACONESS MEDICAL CENTER INC

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PC		
Purpose of grant/contribution 2017 CONTRIBUTION			Amount 25,000

Name

ST PAUL'S EPISCOPAL CHURCH

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PC		
Purpose of grant/contribution 2017 CONTRIBUTION			Amount 7,000

Name

OCEAN REEF COMMUNITY FOUNDATION INC

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PC		
Purpose of grant/contribution 2017 CONTRIBUTION			Amount 70,000

Name

BAPTIST HEALTH FOUNDATION

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PC		
Purpose of grant/contribution 2017 CONTRIBUTION			Amount 30,000

Name

CHILD AND FAMILY AGENCY

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PC		
Purpose of grant/contribution 2017 CONTRIBUTION			Amount 100,000

Name

MYSTIC MUSEUM OF ART

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PC		
Purpose of grant/contribution 2017 CONTRIBUTION			Amount 20,000

CHESTER KITCHINGS FAMILY FOUNDATION

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Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

PINE POINT SCHOOL INC

Street

City

State

Zip Code

Foreign Country

Relationship

NONE

Foundation Status

PC

Purpose of grant/contribution

2017 CONTRIBUTION

Amount

60,000

Name

JAZZREACH PERFORMING ART & EDUCATION

Street

City

State

Zip Code

Foreign Country

Relationship

NONE

Foundation Status

PC

Purpose of grant/contribution

2017 CONTRIBUTION

Amount

20,000

Name

OLD LYME ROWING ASSOCIATION

Street

City

State

Zip Code

Foreign Country

Relationship

NONE

Foundation Status

PC

Purpose of grant/contribution

2017 CONTRIBUTION

Amount

5,000

Name

THE NATURE CONSERVANCY CONNECTICUT

Street

City

State

Zip Code

Foreign Country

Relationship

NONE

Foundation Status

PC

Purpose of grant/contribution

2017 CONTRIBUTION

Amount

15,000

Name

EUGENE ONEILL MEMORIAL THEATER CENTER INC

Street

City

State

Zip Code

Foreign Country

Relationship

NONE

Foundation Status

PC

Purpose of grant/contribution

2017 CONTRIBUTION

Amount

50,000

Name

COLGATE UNIVERSITY

Street

City

State

Zip Code

Foreign Country

Relationship

NONE

Foundation Status

PC

Purpose of grant/contribution

2017 CONTRIBUTION

Amount

10,000

CHESTER KITCHINGS FAMILY FOUNDATION

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Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

ARTISTS COLLECTIVE INCORPORATED

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PC		
Purpose of grant/contribution 2017 CONTRIBUTION			Amount 25,000

Name

AMERICAN MUSEUM OF NATURAL HISTORY

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PC		
Purpose of grant/contribution 2017 CONTRIBUTION			Amount 15,000

Name

BOSTON CENTER FOR ADULT EDUCATION

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PC		
Purpose of grant/contribution 2017 CONTRIBUTION			Amount 5,000

Name

COMMUNITY ENRICHMENT FOR KICKITAT COUNTY

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PC		
Purpose of grant/contribution 2017 CONTRIBUTION			Amount 30,000

Name

CONNECTICUT COLLEGE

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PC		
Purpose of grant/contribution 2017 CONTRIBUTION			Amount 20,000

Name

CONNECTICUT FUND FOR THE ENVIRONMENT INC

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PC		
Purpose of grant/contribution 2017 CONTRIBUTION			Amount 40,000

CHESTER KITCHINGS FAMILY FOUNDATION

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Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

MAINE FARMLAND TRUST INC

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PC		
Purpose of grant/contribution 2017 CONTRIBUTION			Amount 5,000

Name

MAINE ISLAND TRAIL ASSOCIATION

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PC		
Purpose of grant/contribution 2017 CONTRIBUTION			Amount 10,000

Name

MARINE MAMMALS OF MAINE

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PC		
Purpose of grant/contribution 2017 CONTRIBUTION			Amount 5,000

Name

MITCHELL COLLEGE

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PC		
Purpose of grant/contribution 2017 CONTRIBUTION			Amount 15,000

Name

PORTLAND TRAILS

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PC		
Purpose of grant/contribution 2017 CONTRIBUTION			Amount 10,000

Name

SALISBURY SCHOOL INC

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PC		
Purpose of grant/contribution 2017 CONTRIBUTION			Amount 5,000

CHESTER KITCHINGS FAMILY FOUNDATION

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Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

CENTRAL PARK CONSERVANCY INC

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PC		
Purpose of grant/contribution 2017 CONTRIBUTION			Amount 25,000

Name

CHILD AND FAMILY AGENCY OF SOUTHEASTERN CONNECTICUT INC

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PC		
Purpose of grant/contribution 2017 CONTRIBUTION			Amount 180,000

Name

COMMUNITY FDN OF SOUTHEAST CONNECTICUT INC

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PC		
Purpose of grant/contribution 2017 CONTRIBUTION			Amount 100,000

Name

CONNECTICUT RIVER CONSERVANCY

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PC		
Purpose of grant/contribution 2017 CONTRIBUTION			Amount 15,000

Name

NEWPORT FESTIVALS FOUNDATION INC

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PC		
Purpose of grant/contribution 2017 CONTRIBUTION			Amount 10,000

Name

OCEAN REEF MEDICAL CENTER FDN INC

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PC		
Purpose of grant/contribution 2017 CONTRIBUTION			Amount 20,000

CHESTER KITCHINGS FAMILY FOUNDATION

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Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

WILLIAMS MEMORIAL INSTITUTE

Street

City

State

Zip Code

Foreign Country

Relationship

NONE

Foundation Status

PC

Purpose of grant/contribution

2017 CONTRIBUTION

Amount

50,000

Name

UNIVERSITY OF HARTFORD

Street

City

State

Zip Code

Foreign Country

Relationship

NONE

Foundation Status

PC

Purpose of grant/contribution

2017 CONTRIBUTION

Amount

20,000

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

[illegible]

Part I, Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

Long Term CG Distributions	Short Term CG Distributions	Amount	Check "X" to include in Part IV	Purchaser	Check "X" if Purchaser is a Business	Acquisition Method	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Adjustments	Net Gain or Loss													
Totals		78,253	Capital Gains/Losses Other Sales																									
Gross Sales		4,203,870	Net Gain or Loss																									
Totals		78,253	3,951,751																									
Net Gain or Loss		252,119	0																									
Description		CUSIP #																										
217	CALL ON MSFT 08/18/17 @ 72	3WX999SQ7	X				4/27/2017	8/14/2017	0	204					-204													
218	CALL ON MSFT 12/15/17 @ 74	3WX999XJ7	X				5/15/2017	10/26/2017	0	0					0													
219	CALL ON MSFT 12/15/17 @ 74	3WX999XJ7	X				7/10/2017	10/26/2017	0	0					0													
220	INTEL CORP	458140100	X				4/7/2016	9/21/2017	36,933	31,513					5,420													
221	JPMORGAN ALERIAN MLP IN	466251365	X				10/24/2016	9/21/2017	36,933	35,370					1,563													
222	LOOMIS SAYLES BOND FUND	46E3921A5	X				11/30/2016	1/6/2017	682,857	751,733					-68,876													
223	CALL ON CMCSA 06/16/17 @ 74	54E998YB3	X				8/25/2016	1/20/2017	27,226	27,226					-27,226													
224	CALL ON CMCSA 06/16/17 @ 74	54E998YB3	X				11/9/2016	1/6/2017	200,000	208,726					-8,726													
225	CALL ON CMCSA 06/16/17 @ 74	54E998YB3	X				10/24/2016	4/3/2017	0	21,518					-21,518													
226	CALL ON CMCSA 06/16/17 @ 74	54E998YB3	X				11/11/2016	6/16/2017	0	15,268					-15,268													
227	CALL ON CMCSA 06/16/17 @ 74	54E998YB3	X				12/12/2016	9/11/2017	1,383	0					1,383													
228	CALL ON CMCSA 06/16/17 @ 74	54E998YB3	X				6/21/2016	11/11/2017	921	0					921													
229	CALL ON CMCSA 06/16/17 @ 74	54E998YB3	X				9/2/2016	11/11/2017	558	0					558													
230	CALL ON CMCSA 06/16/17 @ 74	54E998YB3	X				12/1/2016	1/6/2017	644	0					644													
231	CALL ON CMCSA 06/16/17 @ 74	54E998YB3	X				6/9/2017	8/31/2017	0	688					-688													
232	CALL ON CMCSA 06/16/17 @ 74	54E998YB3	X				11/15/2016	6/14/2017	4,690	4,690					-4,690													
233	CALL ON CMCSA 06/16/17 @ 74	54E998YB3	X				10/20/2016	3/28/2017	0	4,030					-4,030													
234	CALL ON CMCSA 06/16/17 @ 74	54E998YB3	X				10/20/2016	4/27/2017	0	10,201					-10,201													
235	CALL ON CMCSA 06/16/17 @ 74	54E998YB3	X				11/3/2017	6/16/2017	0	1,321					-1,321													
236	CALL ON CMCSA 06/16/17 @ 74	54E998YB3	X				2/14/2017	7/10/2017	0	525					-525													
237	CALL ON CMCSA 06/16/17 @ 74	54E998YB3	X				11/29/2016	6/22/2017	1,967	0					1,967													
238	CALL ON CMCSA 06/16/17 @ 74	54E998YB3	X				12/9/2016	5/10/2017	1,365	0					1,365													
239	CALL ON CMCSA 06/16/17 @ 74	54E998YB3	X				11/11/2016	4/21/2017	0	10,235					-10,235													
240	CALL ON CMCSA 06/16/17 @ 74	54E998YB3	X				6/30/2017	9/11/2017	0	1,024					-1,024													
241	CALL ON CMCSA 06/16/17 @ 74	54E998YB3	X				2/6/2017	4/28/2017	945	0					945													
242	CALL ON CMCSA 06/16/17 @ 74	54E998YB3	X				4/19/2017	8/18/2017	999	0					999													
243	CALL ON CMCSA 06/16/17 @ 74	54E998YB3	X				9/29/2017	11/3/2017	0	11,912					-11,912													
244	CALL ON CMCSA 06/16/17 @ 74	54E998YB3	X				5/2/2017	8/18/2017	1,498	0					1,498													
245	CALL ON CMCSA 06/16/17 @ 74	54E998YB3	X				7/28/2017	10/26/2017	0	6,252					-6,252													
246	CALL ON CMCSA 06/16/17 @ 74	54E998YB3	X				9/23/2016	1/5/2017	51	0					51													
247	CALL ON CMCSA 06/16/17 @ 74	54E998YB3	X				6/6/2017	8/11/2017	613	0					613													
248	CALL ON CMCSA 06/16/17 @ 74	54E998YB3	X				2/3/2017	3/8/2017	294	0					294													
249	CALL ON CMCSA 06/16/17 @ 74	54E998YB3	X				11/7/2016	1/23/2017	1,008	0					1,008													
250	CALL ON CMCSA 06/16/17 @ 74	54E998YB3	X				12/9/2016	1/30/2017	485	0					485													
251	CALL ON CMCSA 06/16/17 @ 74	54E998YB3	X				12/19/2016	2/14/2017	472	0					472													
252	CALL ON CMCSA 06/16/17 @ 74	54E998YB3	X				1/25/2017	5/26/2017	437	0					437													
253	CALL ON CMCSA 06/16/17 @ 74	54E998YB3	X				2/6/2017	5/17/2017	184	0					184													
254	CALL ON CMCSA 06/16/17 @ 74	54E998YB3	X				3/10/2017	5/25/2017	514	0					514													
255	CALL ON CMCSA 06/16/17 @ 74	54E998YB3	X				11/11/2016	1/24/2017	931	0					931													
256	CALL ON CMCSA 06/16/17 @ 74	54E998YB3	X				7/27/2016	1/18/2017	724	0					724													
257	CALL ON CMCSA 06/16/17 @ 74	54E998YB3	X				12/19/2016	4/20/2017	510	0					510													
258	CALL ON CMCSA 06/16/17 @ 74	54E998YB3	X				10/26/2016	4/21/2017	0	7,378					-7,378													
259	CALL ON CMCSA 06/16/17 @ 74	54E998YB3	X				10/26/2016	4/21/2017	0	5,416					-5,416													
260	CALL ON CMCSA 06/16/17 @ 74	54E998YB3	X				12/9/2016	1/11/2017	0	14,086					-14,086													
261	CALL ON CMCSA 06/16/17 @ 74	54E998YB3	X				2/8/2017	11/1/2017	0	4,295					-4,295													
262	CALL ON CMCSA 06/16/17 @ 74	54E998YB3	X				8/13/2016	2/8/2017	0	3,655					-3,655													
263	CALL ON CMCSA 06/16/17 @ 74	54E998YB3	X				4/19/2017	8/28/2017	0	7,404					-7,404													
264	CALL ON CMCSA 06/16/17 @ 74	54E998YB3	X				6/9/2017	9/1/2017	746	0					746													
265	CALL ON CMCSA 06/16/17 @ 74	54E998YB3	X				7/25/2017	9/1/2017	746	0					746													
266	CALL ON CMCSA 06/16/17 @ 74	54E998YB3	X				6/29/2017	8/10/2017	388	0					388													
267	CALL ON CMCSA 06/16/17 @ 74	54E998YB3	X				3/28/2017	3/15/2017	646	0					646													
268	CALL ON CMCSA 06/16/17 @ 74	54E998YB3	X				2/17/2017	6/9/2017	937	0					937													
269	CALL ON CMCSA 06/16/17 @ 74	54E998YB3	X				5/2/2017	6/20/2017	1,913	0					1,913													
270	CALL ON CMCSA 06/16/17 @ 74	54E998YB3	X				1/19/2017	2/14/2017	0	888					-888													
271	CALL ON CMCSA 06/16/17 @ 74	54E998YB3	X				10/26/2016	5/2/2017	0	6,570					-6,570													
272	CALL ON CMCSA 06/16/17 @ 74	54E998YB3	X				10/26/2016	5/3/2017	0	2,075					-2,075													
273	CALL ON CMCSA 06/16/17 @ 74	54E998YB3	X				10/26/2016	5/10/2017	0	2,760					-2,760													
274	CALL ON CMCSA 06/16/17 @ 74	54E998YB3	X				4/20/2017	8/28/2017	832	0					832													
275	CALL ON CMCSA 06/16/17 @ 74	54E998YB3	X				2/3/2017	3/28/2017	426	0					426													
276	CALL ON CMCSA 06/16/17 @ 74	54E998YB3	X				2/23/2017	3/28/2017	444	0					444													
277	CALL ON CMCSA 06/16/17 @ 74	54E998YB3	X				9/15/2017	10/20/2017	1,069	0					1,069													
278	CALL ON CMCSA 06/16/17 @ 74	54E998YB3	X				10/25/2016	1/26/2017	697	0					697													
279	CALL ON CMCSA 06/16/17 @ 74	54E998YB3	X				5/15/2017	7/27/2017	902	0					902													
280	CALL ON CMCSA 06/16/17 @ 74	54E998YB3	X				12/19/2016	6/12/2017	510	0					510													
281	CALL ON CMCSA 06/16/17 @ 74	54E998YB3	X				10/24/2016	1/26/2017	502	0					502													
282	CALL ON CMCSA 06/16/17 @ 74	54E998YB3	X				11/1/2016	2/17/2017	764	0					764													
283	CALL ON CMCSA 06/16/17 @ 74	54E998YB3	X				11/1/2016	2/17/2017	594	0					594													

Long Term CG Distributions										Amount		Totals										Gross Sales		Cost or Other Basis, Expenses, Depreciation and Adjustments		Net Gain or Loss	
Short Term CG Distributions										78,253		Capital Gains/Losses										4,203,870		3,951,751		252,119	
										0		Other Sales										0		0		0	
CUSIP #	Description	Check 'X' to include in Part IV	Purchaser	Check 'X' if Purchaser is a Business	Acquisition Method	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Adjustments	Net Gain or Loss													
289	CALL ON MDLZ 03/17/17 @ 50	X				12/16/2016	1/27/2017	1,233	0					1,233													
290	CALL ON MDLZ 07/21/17 @ 50	X				3/15/2017	6/12/2017	510	0					510													
291	CALL ON MDLZ 03/17/17 @ 50	X				11/1/2016	1/30/2017	318	0					318													
292	CALL ON MDLZ 06/16/17 @ 45	X				2/1/2017	5/10/2017	479	0					479													
293	CALL ON MDLZ 06/16/17 @ 45	X				3/15/2017	5/10/2017	479	0					479													
294	CALL ON WFC 01/20/17 @ 55	X				11/11/2016	1/17/2017	1,263	0					1,263													
295	CALL ON V 08/15/17 @ 95	X				3/14/2017	8/15/2017	0	9,312					9,312													
296	CALL ON V 08/15/17 @ 95	X				2/14/2017	8/15/2017	0	9,305					9,305													
297	CALL ON V 12/15/17 @ 100	X				6/14/2017	12/15/2017	0	16,096					16,096													
298	CALL ON CMCSA 06/16/17 @ 80	X				11/29/2016	1/15/2017	0	3,686					3,686													
299	CALL EXPIRED - CALL ON CM	X				4/3/2017	10/26/2017	1,894	0					1,894													
300	CALL ON XOM 04/21/17 @ 92	X				10/17/2016	1/23/2017	961	0					961													
301	CALL ON XOM 04/21/17 @ 95	X				9/29/2016	1/18/2017	721	0					721													
302	CALL ON XOM 04/21/17 @ 95	X				10/10/2016	1/18/2017	721	0					721													
303	CALL ON XOM 07/21/17 @ 90	X				2/3/2017	2/24/2017	230	0					230													
304	CALL ON XOM 07/21/17 @ 90	X				3/2/2017	4/18/2017	230	0					230													
305	CALL ON XOM 07/21/17 @ 95	X				11/30/2016	1/30/2017	551	0					551													
306	CALL ON XOM 07/21/17 @ 95	X				1/30/2017	2/3/2017	155	0					155													
307	CALL ON V 03/17/17 @ 85	X				12/6/2016	3/16/2017	4,875	4,875					-4,875													
308	CALL ON V 03/17/17 @ 87	X				11/14/2016	3/14/2017	0	0					0													
309	CALL ON V 03/17/17 @ 87	X				11/17/2016	3/14/2017	0	0					0													
310	CALL ON V 03/17/17 @ 87	X				2/28/2017	12/18/2017	743	0					743													
311	CALL ON KO 01/19/18 @ 45	X				5/17/2017	11/29/2017	0	0					0													
312	CALL ON KO 01/19/18 @ 47	X				4/19/2017	12/8/2017	0	0					0													
313	CALL ON KO 01/19/18 @ 47	X				4/20/2017	12/8/2017	0	0					0													
314	CALL ON KO 01/19/18 @ 47	X				5/17/2017	12/8/2017	0	0					0													
315	CALL ON KO 01/19/18 @ 47	X				11/22/2016	5/2/2017	3,959	3,959					0													
316	CALL ON AAPL 06/16/17 @ 12	X				11/22/2016	5/3/2017	5,504	5,504					0													
317	CALL ON AAPL 06/16/17 @ 12	X				11/22/2016	5/10/2017	7,634	7,634					0													
318	CALL ON AAPL 06/16/17 @ 12	X				4/12/2017	10/23/2017	0	0					0													
319	CALL ON KO 1/17/17 @ 46	X				5/4/2017	10/23/2017	0	0					0													
320	CALL ON KO 1/17/17 @ 46	X				5/24/2017	9/27/2017	758																			

Part I, Line 11 (990-PF) - Other Income

		45,485	45,485	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income
1	OTHER TAXABLE INCOME	45,485	45,485	

Part I, Line 16a (990-PF) - Legal Fees

		20,283	0	0	20,283
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	LEGAL FEES	20,283			20,283

Part I, Line 16c (990-PF) - Other Professional Fees

		375,303	187,651	0	187,652
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	INVESTMENT MANAGEMENT FEES	375,303	187,651		187,652

Part I, Line 18 (990-PF) - Taxes

		16,625	10,957	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	FOREIGN TAX WITHHELD	10,957	10,957		
2	ESTIMATED EXCISE PAYMENTS	5,668			

Part I, Line 23 (990-PF) - Other Expenses

		2,864	0	0	2,864
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	OTHER EXPENSES	2,864	0		2,864

Part II, Line 13 (990-PF) - Investments - Other

		Asset Description	Basis of Valuation	Book Value Beg. of Year	Book Value End of Year	FMV End of Year
1				0	30,778,467	60,286,399
2		MCDONALDS CORP COM		0	125,190	516,360
3		MICROSOFT CORP COM		0	198,310	556,010
4		OCCIDENTAL PETE CORP COM		0	204,677	220,980
5		ORACLE CORP COM		0	158,697	170,208
6		PNC FINL SVCS GROUP INC COM		0	482,306	1,010,030
7		PFIZER INC COM		0	475,953	724,400
8		PRAXAIR INC COM		0	104,564	232,020
9		PROCTER & GAMBLE CO COM		0	654	367,520
10		RAYTHEON CO NEW COM		0	275,513	375,700
11		SELECT SECTOR SPDR TR ENERGY INDE		0	811,684	975,510
12		SOUTHERN CO COM		0	269,429	432,810
13		TEXAS INSTRS INC COM		0	228,842	731,080
14		UNION PACIFIC CORP COM		0	166,117	938,700
15		UNITED TECHNOLOGIES CORP COM		0	163,592	510,280
16		UNITEDHEALTH GROUP INC COM		0	286,564	551,150
17		VERIZON COMMUNICATIONS COM		0	328,999	529,300
18		WAL-MART STORES INC COM		0	351,128	592,500
19		WELLS FARGO & CO COM NEW		0	75,150	182,010
20		AT&T INC COM		0	89,406	116,640
21		TRAVELERS COS INC COM		0	195,680	542,560
22		VISA INC CL A COM		0	34,795	228,040
23		FEDERATED STRATEGIC VALUE-I		0	500,000	703,987
24		INGERSOLL-RAND PLC COM		0	267,218	356,760
25		MERCK AND INC COM		0	418,903	618,970
26		LEAR CORP COM NEW		0	338,473	794,970
27		NEXTERA ENERGY INC COM		0	103,662	156,190
28		FACEBOOK INC CL A COM		0	255,721	264,690
29		CROWN CASTLE INTL CORP REIT		0	382,093	444,040
30		MEDTRONIC PLC		0	417,327	403,750
31		ALPHABET INC CL A		0	147,178	684,710
32		ALPHABET INC CL C		0	147,352	681,206
33		BROADCOM LTD		0	198,137	323,694
34		DOWDUPONT INC		0	357,038	356,100
35		ISHARES MSCI PACIFIC EX-JAPAN INDEX		0	501,687	803,040
36		AMGEN INC COM		0	376,594	782,550
37		APPLE INC COM		0	109,696	846,150
38		BANK OF AMERICA CORP COM		0	523,460	1,033,200
39		BRISTOL MYERS SQUIBB CO COM		0	106,900	306,400
40		CELGENE CORP COM		0	395,025	365,260
41		COCA-COLA CO COM		0	4,125	1,720,500
42		COMCAST CORP COM CL A		0	478,440	801,000
43		WALT DISNEY CO COM		0	203,355	645,060
44		EXXON MOBIL CORP COM		0	303,526	669,120
45		INTEL CORP COM		0	464,054	923,200
46		MICROSOFT CORP COM		0	423,535	1,026,480

Part II, Line 13 (990-PF) - Investments - Other

Asset Description		Basis of Valuation	Book Value Beg. of Year	Book Value End of Year	FMV End of Year
47	MORGAN STANLEY COM		0	487,190	787,050
48	ORACLE CORP COM		0	324,490	661,920
49	WELLS FARGO & CO COM NEW		0	301,180	667,370
50	VISA INC CL A COM		0	143,980	912,160
51	LYONDELLBASELL INDS NV CL A COM		0	336,595	551,600
52	MONDELEZ INTL INC COM		0	135,540	299,600
53	ABBVIE INC COM		0	55,356	580,260
54			0		
55			0		
56			0		
57			0		
58			0		
59			0		
60			0		
61			0		
62			0		
63			0		
64			0		
65			0		
66			0		
67			0		
68			0		
69			0		
70			0		
71			0		
72			0		
73			0		
74			0		
75			0		
76			0		
77			0		
78			0		
79			0		
80			0		
81			0		
82			0		
83			0		
84			0		
85			0		
86			0		
87			0		
88			0		
89			0		
90			0		
91			0		
92			0		

Part II, Line 13 (990-PF) - Investments - Other

	Asset Description	Basis of Valuation	Book Value Beg. of Year	Book Value End of Year	FMV End of Year
93			0	30,778,467	60,286,399
94			0		
95			0		
96			0		
97			0		
98			0		
99			0		
100			0		
101			0		
102			0		
103			0		
104	DFA REAL ESTATE SECS-I		0	311,208	433,188
105	ISHARES MSCI EMERGING MKTS INDEX B		0	259,078	332,997
106	ISHARES TR MSCI EAFE INDEX ETF		0	800,445	1,026,737
107	LOOMIS SAYLES BD-I		0	482,154	463,408
108	VANGUARD TOTAL BD MKT INDEX-I		0	1,200,000	1,196,660
109	VANGUARD INDEX REIT VIPER ETF		0	301,455	413,157
110	VANGUARD INTL EQTY IDX MSCI EMRG M		0	350,628	425,081
111	DFA EMERGING MKTS VALUE-I		0	173,000	252,977
112	TEMPLETON GLOBAL BD-ADV		0	426,360	402,799
113	DFA LARGE CAP INTL FD-I		0	1,950,000	2,730,460
114	FPA CRESCENT-I		0	450,000	504,582
115	OPPENHEIMER DEVELOPING MKT-I		0	393,186	633,535
116	ARTISAN INTL VALUE FUND-ADV		0	300,000	397,929
117	ANGEL OAK MULTI-STRAT INC-IS		0	800,000	745,428
118	BARCLAYS BK PLC		0	673,310	673,960
119	VIRTUS SEIX FLT RT HIGH INCOME R6		0	800,000	795,101
120	GOLDMAN SACHS GROUP 5 950% 1/18/18		0	522,750	500,790
121	ABBOTT LABS COM		0	256,377	656,305
122	ALLSTATE CORP COM		0	406,680	837,680
123	AMAZON INC COM		0	198,940	233,894
124	AMGEN INC COM		0	312,778	347,800
125	APPLE INC COM		0	130,746	253,845
126	BANK OF AMERICA CORP COM		0	124,550	442,800
127	CVS CAREMARK CORP COM		0	253,887	580,000
128	CAPITAL ONE FINL CORP COM		0	288,774	597,480
129	CHEVRON CORP COM		0	389,002	1,126,710
130	CISCO SYS INC COM		0	249,692	306,400
131	COCA-COLA CO COM		0	9,716	4,129,200
132	CORNING INC COM		0	328,044	607,810
133	COSTCO WHOLESALE CORP COM		0	258,335	297,792
134	WALT DISNEY CO COM		0	91,258	322,530
135	DOMINION RES INC VA COM		0	81,176	162,120
136	EOG RESOURCES INC COM		0	324,718	485,595
137	EASTMAN CHEMICAL CO COM		0	301,987	370,560
138	ECOLAB INC COM		0	329,530	402,540

Part II, Line 13 (990-PF) - Investments - Other

	Asset Description	Basis of Valuation	Book Value Beg. of Year	Book Value End of Year	FMV End of Year
139	EMERSON ELEC CO COM		0	149,958	383,295
140	EXXON MOBIL CORP COM		0	71,459	167,280
141	FLOWSERVE CORP COM		0	208,586	273,845
142	GENERAL ELEC CO COM		0	15,763	244,300
143	GOLDMAN SACHS GROUP INC COM		0	277,585	560,472
144	HOME DEPOT INC COM		0	125,094	947,650
145	HONEYWELL INTL INC COM		0	291,944	306,720
146	INTERNATIONAL BUSINESS MACHS COM		0	105,148	306,840
147	JP MORGAN CHASE AND COM		0	490,608	1,336,750
148	JOHNSON & JOHNSON COM		0	111,416	698,600
149	KLA TENCOR CORP COM		0	97,712	157,605
150	KIMBERLY-CLARK CORP COM		0	68,350	138,397
151			0		
152			0		
153			0		
154			0		
155			0		
156			0		
157			0		
158			0		
159			0		
160			0		
161			0		
162			0		
163			0		
164			0		
165			0		
166			0		
167			0		
168			0		
169			0		
170			0		
171			0		
172			0		
173			0		
174			0		
175			0		
176			0		
177			0		
178			0		
179			0		
180			0		
181			0		
182			0		
183			0		
184			0		

Part II, Line 13 (990-PF) - Investments - Other

		0	30,778,467	60,286,399
		Book Value	Book Value	FMV
		End of Year	End of Year	End of Year
Asset Description	Basis of Valuation	Book Value Beg. of Year	Book Value End of Year	FMV End of Year
185		0		
186		0		
187		0		
188		0		
189		0		
190		0		
191		0		
192		0		
193		0		
194		0		
195		0		
196		0		
197		0		
198		0		
199		0		
200		0		
201		0		
202		0		
203		0		
204		0		
205		0		
206		0		
207		0		
208		0		
209		0		
210		0		
211		0		
212		0		
213		0		
214		0		
215		0		
216		0		
217		0		
218		0		
219		0		
220		0		
221		0		
222		0		

Part III (990-PF) - Changes in Net Assets or Fund Balances

Line 3 - Other increases not included in Part III, Line 2

1	FEDERAL EXCISE TAX REFUND	1	11,094
2	COST BASIS ADJUSTMENT	2	1,547
3	MUTUAL FUND TIMING DIFFERENCE	3	7,138
4	Total	4	19,779

Line 5 - Decreases not included in Part III, Line 2

1	PY RETURN OF CAPITAL ADJUSTMENT	1	4,680
2	MUTUAL FUND TIMING DIFFERENCE	2	6,969
3	Total	3	11,649

Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income

Long Term CG Distributions		Short Term CG Distributions		Amount		Acquisition Method	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Adjustments	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F M V as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adjusted Basis	Gains Minus Excess FMV Over Adj Basis or Losses
				78	253												
1	CALL ON AAPL 10/20/17 @ 14	5MCQ99J03	2/8/2017	10/19/2017					0			1,399	-1,399				173,866
2	CALL ON AAPL 10/20/17 @ 15	5MCQ99J01	8/21/2017	9/21/2017					0			571	-571				-1,399
3	CALL ON XOM 01/19/18 @ 85	5PW998S23	8/3/2017	8/25/2017					240				240				-571
4	CALL ON XOM 01/19/18 @ 90	5PW998T09	4/10/2017	7/18/2017					404				404				240
5	CALL ON XOM 01/19/18 @ 90	5PW998T09	5/10/2017	7/28/2017					328				328				404
6	CALL ON XOM 01/19/18 @ 104	5PW998T10	1/5/2017	2/1/2017					1,167				1,167				328
7	CALL ON BMY 01/19/18 @ 67	5U9998LH6	3/9/2017	5/24/2017					696				696				1,167
8	CALL ON CMCSA 01/19/18 @ 64	64L997VM7	6/30/2016	10/2/2017					0			7,078	-7,078				696
9	CALL ON DIS 12/15/17 @ 115	8WM999A48	7/21/2017	9/7/2017					857				857				7,078
10	CALL ON DIS 12/15/17 @ 120	8WM999A46	4/21/2017	6/6/2017					1,877				1,877				857
11	CALL ON DIS 09/15/17 @ 110	8WM999835	6/26/2017	8/10/2017					598				598				1,877
12	CALL ON KO 02/17/17 @ 44	82Z998UG0	12/9/2016	1/10/2017					556				556				598
13	IRON STRATEGIC INCOME-IR	90470K446	8/31/2012	3/8/2017					93,744			100,000	-6,256				556
14	IRON STRATEGIC INCOME-IR	90470K446	7/3/2013	3/8/2017					181,537			194,162	-12,625				-6,256
15	CALL ON DIS 11/17/17 @ 105	65H999131	9/20/2017	11/10/2017					0			126	-126				-12,625
16	CALL ON CELG 10/20/17 @ 13	6UK9998P6	5/23/2017	10/19/2017					0				0				-126
17	CALL ON CELG 10/20/17 @ 13	6UK9998P6	5/24/2017	10/19/2017					0				0				0
18	CALL ON CELG 10/20/17 @ 14	6UK9998S0	3/9/2017	5/12/2017					979				979				0
19	CALL ON CELG 10/20/17 @ 13	6UK9998T8	3/9/2017	5/5/2017					682				682				979
20	CALL ON CELG 09/15/17 @ 13	6UK999A18	5/23/2017	9/15/2017					0				0				682
21	CALL ON CELG 09/15/17 @ 13	6UK999A18	5/24/2017	9/15/2017					0				0				0
22	CALL ON CELG 09/15/17 @ 13	6UK999B06	8/19/2017	9/15/2017					0			1,666	-1,666				0
23	CALL ON CELG 09/15/17 @ 14	6UK999U30	4/12/2017	5/22/2017					1,262				1,262				-1,666
24	CALL ON CELG 06/15/18 @ 14	6UK999N20	7/21/2017	10/26/2017					1,840				1,840				1,262
25	CALL ON CELG 06/15/18 @ 14	6UK999N20	10/19/2017	10/26/2017					1,840				1,840				1,840
26	CALL ON CELG 06/15/18 @ 14	6UK999N38	7/21/2017	10/25/2017					1,649				1,649				1,840
27	CALL ON CELG 06/15/18 @ 14	6UK999N38	9/15/2017	10/25/2017					2,188				2,188				1,649
28	CALL ON CELG 06/15/18 @ 14	6UK999U30	9/15/2017	10/26/2017					7,139				7,139				2,188
29	CALL ON CELG 09/21/18 @ 16	6UK999U48	10/19/2017	10/26/2017					2,402				2,402				7,139
30	CALL ON CMCSA 06/15/18 @ 32	6KH999544	6/16/2017	10/11/2017					5,076				5,076				2,402
31	CALL ON CMCSA 02/16/18 @ 32	6YH9997G5	5/24/2017	12/1/2017					6,548				6,548				5,076
32	CALL ON LYB 12/15/17 @ 95	6YC9997M5	5/5/2017	12/1/2017					0				0				6,548
33	CALL ON LYB 12/15/17 @ 95	6ZV998K04	7/18/2016	1/20/2017					0				0				0
34	CALL ON MS 01/20/17 @ 34	6ZV998K04	8/17/2016	1/20/2017					0				0				0
35	CALL ON MS 01/20/17 @ 34	6ZV998K04	8/25/2016	1/20/2017					0				0				0
36	CALL ON MS 01/20/17 @ 34	6ZV998K04	1/10/2017	1/10/2017					38,056				38,056				0
37	ABBIE INC	00287Y109	9/14/2017	9/14/2017					42,502				42,502				949
38	ABBIE INC	00287Y109	4/25/2017	7/21/2017					1,395				1,395				0
39	CALL ON WFC 10/20/17 @ 60	01S9997203	4/25/2017	7/21/2017					670				670				-10,392
40	CALL ON WFC 10/20/17 @ 60	01S9997203	4/25/2017	7/21/2017					670				670				1,395
41	CALL ON WFC 09/15/17 @ 57	01S9997FA7	4/19/2017	7/28/2017					1,044				1,044				670
42	CALL ON WFC 09/15/17 @ 60	01S9997F55	5/5/2017	5/30/2017					210				210				1,044
43	APPLE INC	037833100	9/24/2015	11/6/2017					18,741				18,741				210
44	APPLE INC	037833100	11/26/2007	11/6/2017					43,730				43,730				5,183
45	APPLE INC	037833100	8/21/2017	9/6/2017					15,618				15,618				36,772
46	CALL ON XOM 11/17/17 @ 80	03L999J33	8/21/2017	10/9/2017					0				0				5,183
47	CALL ON XOM 04/20/18 @ 82	03L999K36	8/21/2017	11/20/2017					19				19				36,772
48	CALL ON XOM 04/20/18 @ 85	03L999K44	9/6/2017	11/27/2017					0				0				5,183
49	CALL ON XOM 04/20/18 @ 85	03L999K44	9/6/2017	11/27/2017					0				0				36,772
50	CALL ON BAC 07/21/17 @ 24	03T998CM7	6/2/2017	7/11/2017					464				464				13,133
51	CALL ON INTC 03/17/17 @ 38	17P998W05	12/5/2016	2/10/2017					768				768				514
52	CALL ON INTC 03/17/17 @ 39	17P998W05	12/29/2016	2/10/2017					617				617				-1,184
53	CALL ON INTC 03/17/17 @ 39	17P998W05	12/29/2016	2/10/2017					617				617				19
54	COCA COLA CO	191216100	7/12/1949	10/24/2017					480,489				480,489				-112
55	CALL ON CELG 04/21/17 @ 12	19S998S52	1/25/2017	4/12/2017					87				87				-1,907
56	CALL ON CELG 04/21/17 @ 13	19S998S52	1/25/2017	4/12/2017					1,247				1,247				87
57	CALL ON CELG 04/21/17 @ 14	19S998S56	11/9/2016	11/9/2017					817				817				1,247
58	CALL ON CELG 06/16/17 @ 13	19S998AM6	12/12/2016	5/10/2017					2,344				2,344				817
59	CALL ON CELG 07/21/17 @ 12	19S998R06	5/23/2017	7/21/2017					0				0				2,344
60	CALL ON CELG 07/21/17 @ 13	19S998R06	5/23/2017	7/21/2017					1,267				1,267				-3,356
61	CALL ON CELG 07/21/17 @ 13	21W9995009	12/12/2016	3/23/2017					512				512				1,267
62	CALL ON LYB 03/17/17 @ 100	21W99950R7	12/24/2016	2/14/2017					0				0				1,440
63	CALL ON AMGN 10/20/17 @ 1	2HW999DE5	5/23/2017	10/20/2017					1,804				1,804				512
64	CALL ON LYB 06/16/17 @ 95	21W9995PW5	11/17/2016	4/28/2017					1,550				1,550				-4,064
65	CALL ON AMGN 10/20/17 @ 1	2HW999DC0	3/20/2017	5/22/2017					1,062				1,062				1,804
66	CALL ON LYB 06/16/17 @ 100	21W9995PX3	11/30/2016	3/23/2017					1,550				1,550				1,550
67	CALL ON AMGN 10/20/17 @ 1	21W9995R94	4/17/2017	5/22/2017					807				807				1,062
68	CALL ON AMGN 09/15/17 @ 11	21W9995OL7	12/13/2016	3/23/2017					0				0				807
69	CALL ON AMGN 09/15/17 @ 11	21W9995OL7	5/23/2017	6/22/2017					0				0				-3,989

Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income

Long Term CG Distributions												Short Term CG Distributions											
78,253												0											
	CUSIP #	Acquisition Method	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Adjustments	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F M V as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adjusted Basis	Gains Minus Excess FMV Over Adj. Basis or Losses										
70	21W999RA1		4/20/2017	5/4/2017	493		0	0	493		0	0	173,866										
71	21W999RB9		1/12/2017	4/19/2017	1,640		0	0	1,640		0	0	1,640										
72	21W999RB9		3/28/2017	4/19/2017	1,044		0	0	1,044		0	0	1,044										
73	25U993U64		8/25/2016	1/20/2017	0		0	10,839	-10,839		0	0	-10,839										
74	21W999OM5		6/2/2017	9/11/2017	0		0	4,692	-4,692		0	0	-4,692										
75	21W999OM3		5/2/2017	9/11/2017	0		0	1,775	-1,775		0	0	-1,775										
76	21W999YT9		6/22/2017	8/24/2017	892		0	0	892		0	0	892										
77	21W999YT9		7/18/2017	8/24/2017	522		0	0	522		0	0	522										
78	21W999OB8		1/3/2017	3/10/2017	0		0	2,016	-2,016		0	0	-2,016										
79	21W999OC6		10/24/2016	3/14/2017	0		0	0	0		0	0	0										
80	21W999OC6		10/31/2016	3/14/2017	0		0	0	0		0	0	0										
81	21W999AT8		1/3/2017	6/16/2017	0		0	3,245	-3,245		0	0	-3,245										
82	21W999AU5		1/3/2017	6/13/2017	0		0	0	0		0	0	0										
83	21W999AU5		1/19/2017	6/13/2017	0		0	0	0		0	0	0										
84	21W999AU5		2/9/2017	6/13/2017	0		0	0	0		0	0	0										
85	21W999RK9		3/14/2017	9/15/2017	0		0	9,039	-9,039		0	0	-9,039										
86	21W999RM5		4/14/2017	9/15/2017	0		0	2,192	-2,192		0	0	-2,192										
87	21W999RT0		2/7/2017	4/7/2017	0		0	1,147	-1,147		0	0	-1,147										
88	21W999XG1		3/10/2017	7/14/2017	0		0	5,566	-5,566		0	0	-5,566										
89	21W999OE1		1/11/2016	4/17/2017	3,082		0	0	3,082		0	0	3,082										
90	21W999OG6		12/6/2016	4/11/2017	1,151		0	0	1,151		0	0	1,151										
91	21W999H3		1/30/2017	1/31/2017	126		0	0	126		0	0	126										
92	21W999H3		3/29/2017	6/2/2017	596		0	0	596		0	0	596										
93	11W999DA9		6/12/2017	7/6/2017	497		0	0	497		0	0	497										
94	11W999DB7		3/2/2017	4/27/2017	765		0	0	765		0	0	765										
95	11W999JA3		8/30/2017	10/9/2017	0		0	1,467	-1,467		0	0	-1,467										
96	11W999HL3		5/15/2017	5/31/2017	230		0	0	230		0	0	230										
97	11W999HK4		7/17/2017	10/11/2017	0		0	10,729	-10,729		0	0	-10,729										
98	11W999HU2		4/21/2017	10/19/2017	0		0	4,629	-4,629		0	0	-4,629										
99	11W999JVO		4/21/2017	10/19/2017	106,639		0	3,594	-3,594		0	0	-3,594										
100	20030N101		10/11/2012	11/6/2017	71,093		0	53,269	-53,269		0	0	-53,269										
101	20030N101		4/7/2016	11/6/2017	35,546		0	61,585	-61,585		0	0	-61,585										
102	20030N101		9/21/2017	11/6/2017	0		0	37,569	-37,569		0	0	-37,569										
103	21W999JZ4		4/12/2017	5/22/2017	638		0	0	638		0	0	638										
104	21W999K09		12/30/2017	4/13/2017	1,028		0	0	1,028		0	0	1,028										
105	21W999K17		2/3/2017	4/11/2017	1,138		0	0	1,138		0	0	1,138										
106	21W999K17		12/19/2016	1/20/2017	607		0	0	607		0	0	607										
107	21W999C09		6/7/2017	9/15/2017	0		0	2,298	-2,298		0	0	-2,298										
108	21W999C09		2/7/2017	6/5/2017	1,084		0	0	1,084		0	0	1,084										
109	21W999YV1		6/9/2017	9/15/2017	0		0	1,089	-1,089		0	0	-1,089										
110	21W999YV1		5/25/2017	12/13/2017	0		0	1,756	-1,756		0	0	-1,756										
111	21W999YV1		8/11/2017	12/13/2017	0		0	0	0		0	0	0										
112	21W999YV1		8/15/2017	12/13/2017	0		0	0	0		0	0	0										
113	21W999YV1		8/15/2017	12/13/2017	0		0	0	0		0	0	0										
114	21W999YV1		8/15/2017	12/13/2017	0		0	0	0		0	0	0										
115	21W999YV1		8/15/2017	12/13/2017	0		0	0	0		0	0	0										
116	21W999YV1		8/15/2017	12/13/2017	0		0	0	0		0	0	0										
117	21W999YV1		8/15/2017	12/13/2017	0		0	0	0		0	0	0										
118	21W999YV1		8/15/2017	12/13/2017	0		0	0	0		0	0	0										
119	21W999YV1		8/15/2017	12/13/2017	0		0	0	0		0	0	0										
120	21W999YV1		8/15/2017	12/13/2017	0		0	0	0		0	0	0										
121	21W999YV1		8/15/2017	12/13/2017	0		0	0	0		0	0	0										
122	21W999YV1		8/15/2017	12/13/2017	0		0	0	0		0	0	0										
123	21W999YV1		8/15/2017	12/13/2017	0		0	0	0		0	0	0										
124	21W999YV1		8/15/2017	12/13/2017	0		0	0	0		0	0	0										
125	21W999YV1		8/15/2017	12/13/2017	0		0	0	0		0	0	0										
126	21W999YV1		8/15/2017	12/13/2017	0		0	0	0		0	0	0										
127	21W999YV1		8/15/2017	12/13/2017	0		0	0	0		0	0	0										
128	21W999YV1		8/15/2017	12/13/2017	0		0	0	0		0	0	0										
129	21W999YV1		8/15/2017	12/13/2017	0		0	0	0		0	0	0										
130	21W999YV1		8/15/2017	12/13/2017	0		0	0	0		0	0	0										
131	21W999YV1		8/15/2017	12/13/2017	0		0	0	0		0	0	0										
132	21W999YV1		8/15/2017	12/13/2017	0		0	0	0		0	0	0										
133	21W999YV1		8/15/2017	12/13/2017	0		0	0	0		0	0	0										
134	21W999YV1		8/15/2017	12/13/2017	0		0	0	0		0	0	0										
135	21W999YV1		8/15/2017	12/13/2017	0		0	0	0		0	0	0										
136	21W999YV1		8/15/2017	12/13/2017	0		0	0	0		0	0	0										
137	21W999YV1		8/15/2017	12/13/2017	0		0	0	0		0	0	0										
138	21W999YV1		8/15/2017	12/13/2017	0		0	0	0		0	0	0										

Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income

[illegible]

Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income

Long Term CG Distributions													78-253	0	
Short Term CG Distributions															
CUSIP #	Description of Property Sold	Acquisition Method	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Adjustments	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F M V as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adjusted Basis	Gains Minus Excess FMV over Adj. Basis or Losses		
277	CALL ON AAPL 06/16/17 @ 12		10/26/2016	5/3/2017	0		0	2,075	-2,075	0	0	0	173,866		
278	CALL ON AAPL 06/16/17 @ 12		10/26/2016	5/10/2017	0		0	2,760	-2,760	0	0	0	173,866		
279	CALL ON WFC 07/19/18 @ 60		4/20/2017	4/20/2017	832		0	2,760	832	0	0	0	173,866		
280	CALL ON XOM 01/19/18 @ 92		2/3/2017	3/28/2017	426		0	0	426	0	0	0	173,866		
281	CALL ON MDLZ 06/16/17 @ 50		2/23/2017	5/8/2017	444		0	0	444	0	0	0	173,866		
282	CALL ON CELG 04/20/18 @ 16		9/15/2017	10/20/2017	1,069		0	0	1,069	0	0	0	173,866		
283	CALL EXPIRED - CALL ON MIC		10/25/2016	7/27/2017	697		0	0	697	0	0	0	173,866		
284	CALL EXPIRED - CALL ON MIC		5/15/2017	7/27/2017	902		0	0	902	0	0	0	173,866		
285	CALL ON MDLZ 07/21/17 @ 50		2/1/2017	6/12/2017	510		0	0	510	0	0	0	173,866		
286	CALL EXPIRED - CALL ON MIC		12/19/2016	1/26/2017	502		0	0	502	0	0	0	173,866		
287	CALL ON MDLZ 03/17/17 @ 47		10/24/2016	2/17/2017	764		0	0	764	0	0	0	173,866		
288	CALL ON MDLZ 03/17/17 @ 48		11/1/2016	2/17/2017	594		0	0	594	0	0	0	173,866		
289	CALL ON MDLZ 03/17/17 @ 50		12/16/2016	2/17/2017	1,233		0	0	1,233	0	0	0	173,866		
290	CALL ON MDLZ 07/21/17 @ 50		3/15/2017	6/12/2017	510		0	0	510	0	0	0	173,866		
291	CALL ON MDLZ 07/21/17 @ 50		11/1/2016	1/30/2017	318		0	0	318	0	0	0	173,866		
292	CALL ON MDLZ 06/16/17 @ 48		2/1/2017	5/10/2017	479		0	0	479	0	0	0	173,866		
293	CALL ON MDLZ 06/16/17 @ 48		3/15/2017	5/10/2017	479		0	0	479	0	0	0	173,866		
294	CALL ON WFC 01/20/17 @ 55		11/1/2016	1/17/2017	1,263		0	0	1,263	0	0	0	173,866		
295	CALL ON V 09/15/17 @ 95.00		3/14/2017	9/15/2017	0		0	9,312	-9,312	0	0	0	173,866		
296	CALL ON V 09/15/17 @ 92.500		2/14/2017	8/15/2017	0		0	9,305	-9,305	0	0	0	173,866		
297	CALL ON V 12/15/17 @ 100.00		6/14/2017	12/15/2017	0		0	16,096	-16,096	0	0	0	173,866		
298	CALL ON CMCSA 06/16/17 @ 90		11/29/2016	6/14/2017	0		0	3,686	-3,686	0	0	0	173,866		
299	CALL EXPIRED - CALL ON CN		4/3/2017	10/26/2017	1,894		0	0	1,894	0	0	0	173,866		
300	CALL ON XOM 04/21/17 @ 92		10/17/2016	1/23/2017	961		0	0	961	0	0	0	173,866		
301	CALL ON XOM 04/21/17 @ 95		9/28/2016	1/18/2017	721		0	0	721	0	0	0	173,866		
302	CALL ON XOM 04/21/17 @ 95		10/10/2016	1/18/2017	721		0	0	721	0	0	0	173,866		
303	CALL ON XOM 07/21/17 @ 90		2/3/2017	2/24/2017	295		0	0	295	0	0	0	173,866		
304	CALL ON XOM 07/21/17 @ 90		3/2/2017	4/18/2017	230		0	0	230	0	0	0	173,866		
305	CALL ON XOM 07/21/17 @ 95		11/22/2016	1/30/2017	806		0	0	806	0	0	0	173,866		
306	CALL ON XOM 07/21/17 @ 95		11/30/2016	1/30/2017	551		0	0	551	0	0	0	173,866		
307	CALL ON XOM 03/17/17 @ 87		1/30/2017	2/3/2017	155		0	0	155	0	0	0	173,866		
308	CALL ON V 03/17/17 @ 85.000		12/6/2016	3/16/2017	0		0	4,875	-4,875	0	0	0	173,866		
309	CALL ON V 03/17/17 @ 87.500		11/14/2016	3/14/2017	0		0	0	0	0	0	0	173,866		
310	CALL ON V 03/17/17 @ 87.500		11/17/2016	3/14/2017	0		0	0	0	0	0	0	173,866		
311	CALL ON KO 01/19/18 @ 45.00		2/28/2017	12/18/2017	0		0	0	0	0	0	0	173,866		
312	CALL ON KO 01/19/18 @ 47.00		5/17/2017	11/29/2017	743		0	0	743	0	0	0	173,866		
313	CALL ON KO 01/19/18 @ 47.00		4/19/2017	12/8/2017	0		0	0	0	0	0	0	173,866		
314	CALL ON KO 01/19/18 @ 47.00		4/20/2017	12/8/2017	0		0	0	0	0	0	0	173,866		
315	CALL ON KO 01/19/18 @ 47.00		5/17/2017	12/8/2017	0		0	0	0	0	0	0	173,866		
316	CALL ON AAPL 06/16/17 @ 12		11/22/2016	5/2/2017	0		0	3,959	-3,959	0	0	0	173,866		
317	CALL ON AAPL 06/16/17 @ 12		11/22/2016	5/3/2017	0		0	5,504	-5,504	0	0	0	173,866		
318	CALL ON AAPL 06/16/17 @ 12		11/22/2016	5/10/2017	0		0	7,634	-7,634	0	0	0	173,866		
319	CALL ON KO 11/17/17 @ 46.00		9/1/2017	10/23/2017	0		0	0	0	0	0	0	173,866		
320	CALL ON KO 11/17/17 @ 46.00		5/4/2017	10/23/2017	0		0	0	0	0	0	0	173,866		
321	CALL ON KO 01/19/18 @ 46.00		5/14/2017	9/27/2017	758		0	0	758	0	0	0	173,866		
322	CALL ON KO 01/19/18 @ 46.00		5/14/2017	11/17/2017	129		0	0	129	0	0	0	173,866		
323	CALL ON KO 02/16/18 @ 48.00		8/16/2017	12/8/2017	0		0	440	-440	0	0	0	173,866		
324	CALL ON MSFT 02/17/17 @ 66		10/26/2016	2/2/2017	1,630		0	0	1,630	0	0	0	173,866		
325	CALL ON MSFT 03/17/17 @ 66		11/28/2016	3/7/2017	921		0	0	921	0	0	0	173,866		
326	CALL ON DIS 10/20/17 @ 115		5/19/2017	8/9/2017	1,723		0	0	1,723	0	0	0	173,866		
327	CALL ON DIS 10/20/17 @ 120		8/8/2017	9/9/2017	1,406		0	0	1,406	0	0	0	173,866		
328	CALL ON DIS 10/20/17 @ 125		4/21/2017	5/17/2017	668		0	0	668	0	0	0	173,866		
329	CALL ON DIS 12/15/17 @ 105		9/13/2017	12/4/2017	0		0	4,568	-4,568	0	0	0	173,866		
330	CALL ON DIS 12/15/17 @ 115		6/13/2017	9/7/2017	857		0	0	857	0	0	0	173,866		
331	CALL ON MSFT 01/19/18 @ 72		3/28/2017	11/14/2017	0		0	17,108	-17,108	0	0	0	173,866		
332	CALL ON BMY 03/17/17 @ 52		12/7/2017	2/7/2017	0		0	387	-387	0	0	0	173,866		
333	CALL ON BMY 06/16/17 @ 60		2/14/2017	4/19/2017	537		0	0	537	0	0	0	173,866		
334	CALL ON BMY 06/16/17 @ 65		1/18/2017	1/24/2017	372		0	0	372	0	0	0	173,866		
335	CALL ON BMY 06/16/17 @ 62		1/16/2017	1/24/2017	557		0	0	557	0	0	0	173,866		
336	CALL ON BMY 02/17/17 @ 62		11/17/2016	1/17/2017	774		0	0	774	0	0	0	173,866		
337	CALL ON DIS 01/19/18 @ 105		9/20/2017	12/4/2017	0		0	4,808	-4,808	0	0	0	173,866		
338	CALL ON DIS 01/19/18 @ 115		6/9/2017	9/8/2017	771		0	0	771	0	0	0	173,866		
339	CALL ON DIS 01/19/18 @ 120		7/27/2017	9/8/2017	715		0	0	715	0	0	0	173,866		
340	CALL ON DIS 01/19/18 @ 125		2/17/2017	6/5/2017	1,136		0	0	1,136	0	0	0	173,866		
341	CALL ON BAC 01/20/17 @ 27		2/17/2017	5/31/2017	3,673		0	0	3,673	0	0	0	173,866		
342	CALL ON BAC 01/20/17 @ 16		6/23/2016	12/02/2017	0		0	0	0	0	0	0	173,866		
343	CALL ON BAC 01/20/17 @ 16		7/18/2016	12/02/2017	0		0	0	0	0	0	0	173,866		
344	CALL ON BAC 01/20/17 @ 18		10/21/2016	12/02/2017	0		0	15,105	-15,105	0	0	0	173,866		
345	KROGER CO		8/18/2014	7/11/2017	181,668		0	201,596	-19,928	0	0	0	173,866		

Long Term CG Distributions		Amount	78,253	0
Short Term CG Distributions				

Part VIII, Line 1 (990-PF) - Compensation of Officers, Directors, Trustees and Foundation Managers

1	Name	Check "x" if Business	Street	City	State	Zip Code	Foreign Country	Title	Avg Hrs Per Week AS REQD	Compensation	Benefits	Expense Account
	CHESTER W KITCHINGS, JR		P O BOX 309	ESSEX	CT	06426		TRUSTEE		0		

Part VI, Line 6a (990-PF) - Estimated Tax Payments

	Date	Amount
1 Credit from prior year return	1	17,641
2 First quarter estimated tax payment	2	
3 Second quarter estimated tax payment	3	
4 Third quarter estimated tax payment	4	
5 Fourth quarter estimated tax payment	5	
6 Other payments	6	5,668
7 Total	7	23,309